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Exhibit 8

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Matthew Michael Haut Paralegal 415.442.1426 matthew.haut@morgealewis.com

June 29, 2007

FOIA CONFIDENTIAL TREATMENT REQUESTED BY KLA-TENCOR CORPORATION PURSUANT TO 17 C.F.R. 200.83

Office of Freedom of Information and Privacy Act Operations U.S. Securities and Exchange Commission Operations Center 100 F Street, N.E. Washington, DC 20549

Re: In the Matter of KLA-Tencor Corp. (SF-3120)

Dear Sir or Madam:

On behalf of our client, KLA-Tencor Corporation, we made a presentation to the Staff of the San Francisco, California Offices of the U.S. Securities and Exchange Commission (the "Commission") which consisted of PowerPoint slides [copy of slides attached] and certain supporting materials (the "Materials") on June 8, 2007. The Materials, and the information contained therein, represent information that is privileged and confidential within the contemplation of the applicable provisions of the Freedom of Information Act ("FOIA"), and the rules of the Commission implementing that Act, 17 C.F.R. Sections 200.80 & .83, and is furnished solely for the use of the Commission. Accordingly, we request that the Materials and the information contained therein be afforded confidential treatment pursuant to FOIA and the rules of the Commission implementing the Act.

We also request confidential treatment of the letters transmitting the Materials because they relate to information that is itself privileged and confidential.

June 29, 2007

FOIA CONFIDENTIAL TREATMENT REQUESTED BY KLA-TENCOR CORPORATION **PURSUANT TO 17 C.F.R. 200.83** Page 2

Please acknowledge receipt of this letter by signing in the space provided on the enclosed duplicate copy of this letter and returning it to me in the enclosed self-addressed, postage prepaid envelope.

Sincerely,

Matthew Michael Haut

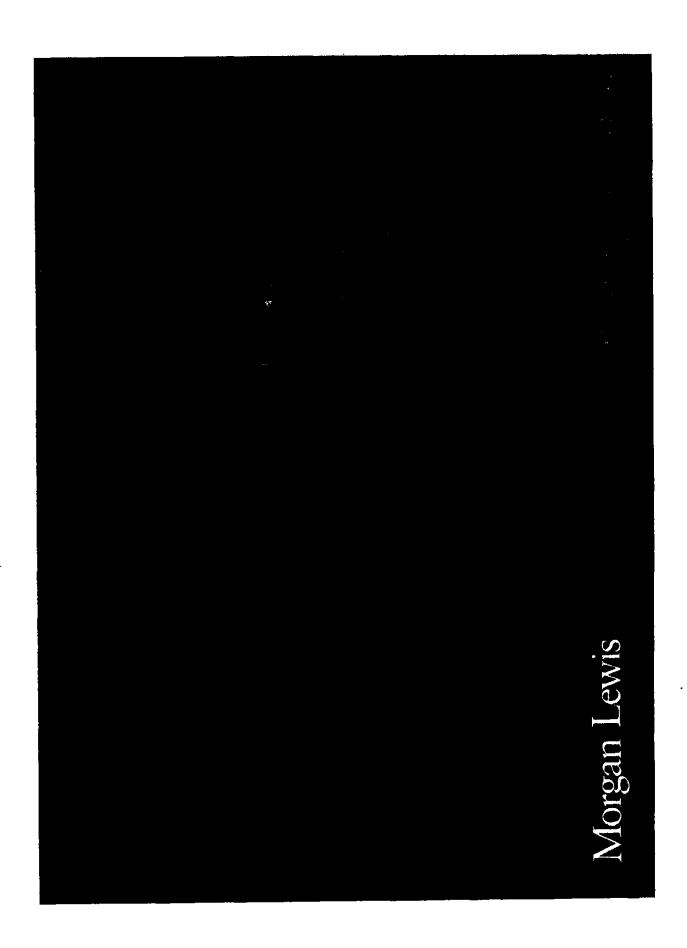
Enclosures

cc: Ms. Elena Ro

John H. Hemann (w/o encl.) William H. Kimball (w/o encl.)

RECEIPT ACKNOWLEDGED:

FOIA Officer







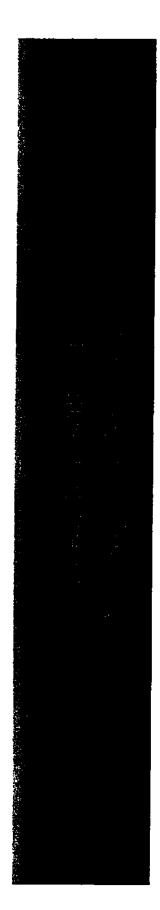
Cooperation has been exemplary by all accounts and

was designed to expedite SEC investigation

 Immediately shared attorney-client privileged information pursuant to confidentiality agreement

 Immediately shared results of Special Committee investigation with SEC staff Immediately provided critical documents in manner designed to assist SEC staff Promptly responded to every request for documents or information

Case 5:07-cv-03798-JW



- that would not otherwise have been uncovered Critical information voluntarily provided to SEC and available
- Privileged Special Committee documents
- Privileged Company documents
- Privileged witness interviews

Privileged Special Committee Documents

- Interview memoranda of over 60 witnesses
- Presentations to SEC and DOJ
- PowerPoint presentations

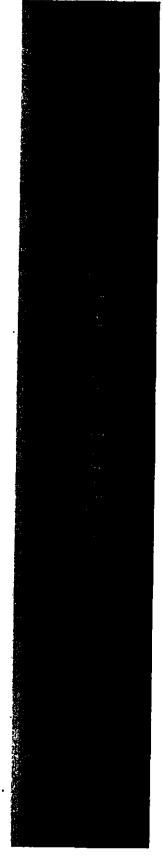
To Board of Directors

To Auditors

Page 8 of 12

- Privileged Company Documents
- Stu Nichols memorandum and related e-mail
- Lisa Berry memoranda and related e-mail
- E-mail and other documents prepared by outside counsel

Filed 02/01/2008





Privileged and Confidential

March 19, 2001 Ken Schroeder Date: **To:**

Stu Nichols From:

Maureen Lamb, John Kispert, Joy Nyberg ü

Stock Option Pricing Re:

memo is clarify and set forth the basis for the rules regarding stock option pricing of option grants Recently, several questions have been raised regarding the mechanics behind stock option pricing, both generally and specifically with respect to officer option grants. The purpose of this to company officers.

F.O.I.A. Confidential Treatment Requested

Morgan Lewis

Via Facsimile

ö

Larry W. Sonsini, Esq.
Wilson Sonsini Goodrich & Rosati

cc: Judith Mayer O'Brien

From: Lisa C. Berry

Vice President, General Counsel

Date: November 14, 1998

Re: November 17, 1998 Board Meeting

being August 31 but it was not determined until September 30 that the August 31 date that time in order to maximize the value to employees. The repricing date ended up repricing options had to turn in the requisite paperwork by a set date (August 31). We was the correct date. The repricing date was also to be the date for the grant of at some time during the 30 days following August 31 and set the price for repricing at In order to avoid certain adverse accounting consequences, those employees got approval from PricewaterhouseCoopers to have the Stock Option Committee meet "in-lieu" options.

From: Stem, Roger

Sent: Sunday, March 7, 2004 1:26 PM

To: DiMarco, Bret

Subject: Old KLA Option timing e-mail

Brett

REDACTED

down that old e-mail/memo that you ghost-wrote for Stu on the option grant charrypicking issues (when they were using the time machine to pick low strike prices). I shought it would be handy if I could track

Roger Stern

Employee Benefits & Compensation Group

Wilson, Sonsini, Goodrich & Rosafi

Ph. 650-320-4818 (direct)

Fax: 650-493-6811



- Company Document Productions Designed to Assist and Expedite SEC Investigation
- Witness binders highlighting relevant documents
- Productions made on timely basis as requested
- Witness Availability
- All requested witnesses made available on timely basis, including current and former employees
- Privileged Witness Interviews